

Anti-Corruption Policy

I — Introduction

Our company is required by law to implement measures to prevent and detect acts of corruption or influence peddling.

The aim of this anti-corruption policy is to establish a behavioral policy within the company in order to forestall certain corruption-related risks to which employees may be exposed.

It is designed to improve understanding of sensitive situations and to provide a set of rules and procedures to ensure that the company's affairs are conducted in compliance with current legislation.

This policy applies to all employees and managers of the company.

II — Definitions and scope of application

This policy defines and illustrates the various prohibited types of behavior liable to constitute acts of corruption or influence peddling.

1 — Corruption

Corruption is the act of soliciting or accepting, directly or indirectly, offers, promises, donations, gifts or any other benefits, for oneself or for another person, in exchange for performing or having performed an act related to the person's position, assignment or office, or for refraining from such an act or facilitating it via the person's position, assignment or office.

2 — Influence peddling

Influence peddling is the act, by a person holding public authority, charged with a public service assignment or holding publicly elected office, to solicit or approve, directly or indirectly, without authorization, offers, promises, donations, gifts, promises or any benefits whatsoever for him/herself or for another person, to abuse or to have abused his/her real or supposed influence in order to obtain distinctions, employment positions, contracts or any other favorable decisions from a public authority or government agency, at any time.

Corruption and influence peddling may be active or passive.

We apply the "Zero Tolerance" principle and we prohibit any form of corruption or influence peddling involving our employees or agents (i.e. third parties acting in the name of and on behalf of the company).

III — Compliance with legislation

The company and its employees worldwide are required to comply with all local, national, international or foreign laws and regulations applicable to the Group's operations.

For this purpose, we have introduced a policy that defines and illustrates the different types of behavior liable to constitute acts of corruption or influence peddling.

In case of doubt regarding the application of a given statutory provision, all employees must consult their line management or contact the legal department.

IV — Identified risk situations and action to be taken

This code of professional conduct describes the specific practices relevant to the definition of acceptable and unacceptable behavior. It is the duty of each company employee to comply with this policy.

1 — Receiving gifts, other benefits and hospitality —

It is prohibited to accept benefits, in cash or in kind, in any form whatsoever (such as a sum of money, gift, services, travel, etc.), directly or indirectly, except for promotional materials and/or items of modest value, under €150.

An invitation to a reception or cultural or sporting event may not be accepted unless it is of modest nature and if the real aim of the hospitality is to facilitate the achievement of commercial objectives, trade or business affairs.

Offers of hospitality in the form of meals and drinks may be accepted on the condition that this hospitality be of modest nature and infrequent, that it is authorized by local regulations and that the real aim of said hospitality is to facilitate the achievement of commercial objectives, trade or business affairs.

2 — Offering gifts and hospitality —

Exchanging gifts or hospitality with existing or prospective customers must be carried out with common sense, conscientiously, with honesty and transparency and within reasonable limits, in relation to commonly accepted practices.

To be authorized, the exchange of gifts or hospitality:

- > Must not be in pursuit of recompense or an unfair or undue commercial advantage,
- > Must not influence an official act,
- > Must not create a conflict of interest,
- > Must be carried out in full transparency, in a strictly professional context,
- > Must comply with applicable legislation and the rules set out in Group procedures.

For instance, if tickets for a sporting or cultural event are offered, the person giving the tickets must also intend to attend the event.

In case of doubt, the employee must consult line management or the legal department.

3 — Bribery and illegal commissions (kickbacks) —

Corruption through bribery consists of offering or accepting any item of value with the intention of influencing someone's professional judgment in order to gain or retain an illegal commercial advantage. A bribe may be identified based on the unreasonable or disproportionate nature of the value of the item proposed or accepted.

Illegal commissions (kickbacks) consist of repaying or refunding amounts already paid in exchange for the award of a contract or future promise of such contract.

The payment of bribes or kickbacks is prohibited.

4 — Conflict of interest —

Conflict of interest refers to any situation in which the personal interests of an employee may diverge from that of the company and influence his/her objectivity, independence or judgment accordingly. Such interests may be highly diverse by nature: economic, financial, political, professional, religious, etc.

Before agreeing to sit on the Board of Directors, Supervisory Board or any other governing body of a commercial company, employees must notify company management. The aim of this formality is to verify the absence of any potential conflict of interest.

The company requires its employees and managers to avoid any situation in which personal interest or that of the person's friends, family and associates may come into conflict with the company's interests. In case of doubt or if such a situation arises, the employee or manager must immediately notify line management.

5 — Service or facilitation payments —

In general, these are small unofficial payments to a public official intended to secure or expedite the performance of administrative formalities, such as obtaining licenses or permits, turning on water or electricity, or providing services.

Service or facilitation payments are strictly forbidden.

6 — Political activities —

The company has no intention of supporting political candidates and maintains a neutral position. It respects the right of each employee or manager, as citizens, to personally engage in local and political affairs. This participation must nevertheless remain personal and shall under no circumstances engage the company or use its image in any form whatsoever.

All employees and managers must make a positive contribution to the political neutrality of the company and its subsidiaries.

7 — Donations and sponsorship —

Donations and sponsorship can be used as means of corrupting a person in order to gain or retain an illegal commercial advantage, particularly if this person has an interest in or family tie with the organization that receives the donation or sponsorship.

To be authorized, a donation or sponsorship:

- > must be made in a transparent manner and within reasonable limits;
- > must be subject to verification confirming that the beneficiary organization is legitimate and that there is no direct or indirect relation with a person having a decision-making power capable of acting on behalf of the company;
- > must under no circumstances be paid in cash or into a private account;
- > must be subject to approval in writing by a legal representative of the donor entity.

In case of doubt, the employee or manager must consult line management or the legal department.

8 — Partner relations: customers, suppliers and service providers

Customer satisfaction is fundamental to the company's success. The company expects its employees to preserve the quality of customer relations by maintaining business relations founded on notions of integrity, fairness and mutual respect. Only clear, concrete, appropriate and honest information may be given to customers.

Suppliers for the company must be chosen according to objective criteria based on quality, reliability, price, utility and the performance or service. Suppliers must be treated fairly and honestly.

If recourse to service providers proves necessary and presents business development opportunities, the company may be held liable in the event of misconduct on the part of its service providers. It is therefore essential to select them carefully in order to ensure that they share the values and ethical commitments set out herein.

9 — Accounts checking procedures

Accuracy and traceability of all accounting entries are of fundamental importance.

The internal controls in place within the company must enable all payments made to third parties to be justified and ensure that company books, records and accounts are not used to cover acts of corruption or influence peddling.

V — Internal disclosure/whistleblowing policy

A professional whistleblowing policy has been adopted to enable any employee or manager of the company to report the existence of conduct or situations that constitute a violation of this policy. This whistleblowing policy guarantees confidentiality and respect for the rights of each individual during the handling of the procedure. The whistleblowing right must be exercised in compliance with legislation and the applicable rules in the country in which the employee resides or carries out his/her professional activity.

VI — Sanctions

Any breach of this policy by an employee or manager that constitutes misconduct could, depending on its severity or frequency, result in disciplinary measures, including dismissal.

Disciplinary measures will, as applicable, be adapted to the local legislation of the country concerned.

In most jurisdictions, acts of corruption and influence peddling are severely punished by the criminal code with sanctions for both individuals and legal entities.

VII — General procedures and contact information

It is impossible for this policy to cover all potential circumstances or situations that may arise in the company. In case of doubt regarding the application or interpretation of this policy, please contact management at the following address: legal@jacquet-metals.com

The internal whistleblowing policy adopted by the company enables all of its employees or managers to report behaviors in breach of this policy.

VIII — Other provisions

The provisions of this policy are an integral part of the organizational and disciplinary rules applicable within the company.